

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported):  
**April 15, 2009 (April 15, 2009)**

**SPECTRUM BRANDS, INC.**  
(Exact name of registrant as specified in its charter)

**Wisconsin**  
(State or Other Jurisdiction of  
Incorporation)

**001-13615**  
(Commission File Number)

**22-2423556**  
(IRS Employer Identification Number)

**Six Concourse Parkway, Suite 3300**  
**Atlanta, Georgia**  
(Address of Principal Executive Offices)

**30328**  
(Zip Code)

**(770) 829-6200**  
(Registrant's telephone number, including area code)

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On February 3, 2009, Spectrum Brands, Inc. (the "Company") announced that it and its United States subsidiaries (together with the Company, collectively, the "Debtors") had filed voluntary petitions in the United States Bankruptcy Court for the Western District of Texas (the "Bankruptcy Court") seeking reorganization relief under the provisions of Chapter 11 of Title 11 of the United States Code. The Chapter 11 cases are being jointly administered by the court as Case No. 09-50456.

On April 15, 2009, the Company issued a press release in connection with the Bankruptcy Court's approval of the Company's disclosure statement for use in soliciting approval of the Company's proposed plan of reorganization. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

**Exhibit  
Number**

**Description**

99.1	Press Release, dated April 15, 2009
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 15, 2009

SPECTRUM BRANDS, INC.

By: /s/ Anthony L. Genito

Name: Anthony L. Genito

Title: Executive Vice President,  
Chief Financial Officer and  
Chief Accounting Officer

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## EXHIBIT INDEX

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release, dated April 15, 2009

**Court Approves Spectrum Brands' Disclosure Statement**

- **Company to Begin Solicitation of Approval for Plan of Reorganization**
- **Confirmation Hearing Scheduled for June 15<sup>th</sup>**

ATLANTA--(BUSINESS WIRE)--April 15, 2009--Spectrum Brands, Inc. (the "Company") announced today that the U.S. Bankruptcy Court for the Western District of Texas, San Antonio Division, has approved the Disclosure Statement filed in connection with the Company's proposed pre-negotiated Plan of Reorganization and has authorized the Company to begin soliciting approval for its Plan of Reorganization. Pursuant to a decision from the Bankruptcy Court, the Company will be soliciting votes from its senior term lenders as well as its noteholders. It has not yet been determined whether the vote of its senior term lenders will be required for approval of the Plan of Reorganization. This determination will be made at the confirmation hearing at which the Bankruptcy Court will consider approval of the Plan of Reorganization. The confirmation hearing has been scheduled for June 15, 2009.

As previously announced, prior to filing voluntary petitions for reorganization under Chapter 11 for Spectrum Brands and its U.S. subsidiaries on February 3, 2009, the Company had reached agreements with noteholders representing, in the aggregate, approximately 70 percent of the face value of its outstanding bonds to pursue a refinancing that, if approved and implemented as proposed, would enable the Company to reduce the amount of debt on its balance sheet by approximately \$840 million (or approximately one-third), eliminate a substantial amount in annual cash interest payments and free up additional cash that could be reinvested in its business to support meaningful revenue and profit growth.

"Approval of the Disclosure Statement by the Court and authorization to begin the solicitation process for approval of our Plan of Reorganization are two important steps toward emerging from Chapter 11, a process which we expect to strengthen the financial position of this company," said Kent Hussey, CEO of Spectrum Brands.

Within the next few weeks, Spectrum will begin mailing notice of the confirmation hearing and will begin the process of soliciting approvals for the Plan of Reorganization. Assuming the requisite approvals are received and the Bankruptcy Court confirms the Plan of Reorganization under the Company's current proposed timetable, Spectrum expects to emerge from Chapter 11 protection by late summer.

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Based on preliminary indications of interest, the Company currently believes that it will be able to receive commitments for exit financing within the current proposed timetable for emergence.

If the Company's Plan of Reorganization is confirmed as proposed, existing common stock will be extinguished under the plan, and no distributions will be made to holders of the Company's current equity.

*Certain matters discussed in this news release, with the exception of historical matters, may be forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are subject to a number of risks and uncertainties that could cause results to differ materially from those anticipated as of the date of this release. Actual results may differ materially as a result of (1) risks that the Plan of Reorganization is not confirmed as proposed; (2) risks that the bankruptcy cases disrupt current plans and operations; (3) risks that Spectrum Brands' businesses could suffer from the loss of key customers, suppliers or personnel during the pendency of the bankruptcy cases, (4) risks that Spectrum Brands will be able to maintain sufficient liquidity for the pendency of the bankruptcy cases, (5) risks that changes and developments in external competitive market factors, such as introduction of new product features or technological developments, development of new competitors or competitive brands or competitive promotional activity or spending, (6) changes in consumer demand for the various types of products Spectrum Brands offers, (7) unfavorable developments in the global credit markets, (8) the impact of overall economic conditions on consumer spending, (9) fluctuations in commodities prices, the costs or availability of raw materials or terms and conditions available from suppliers, (10) changes in the general economic conditions in countries and regions where Spectrum Brands does business, such as stock market prices, interest rates, currency exchange rates, inflation and consumer spending, (11) Spectrum Brands' ability to successfully implement manufacturing, distribution and other cost efficiencies and to continue to benefit from its cost-cutting initiatives, (12) unfavorable weather conditions and various other risks and uncertainties, including those discussed herein and those set forth in Spectrum Brands' securities filings, including the most recently filed Annual Report on Form 10-K or Quarterly Report on Form 10-Q. Spectrum Brands also cautions the reader that its estimates of trends, market share, retail consumption of its products and reasons for changes in such consumption are based solely on limited data available to Spectrum Brands and management's reasonable assumptions about market conditions, and consequently may be inaccurate, or may not reflect significant segments of the retail market.*

*Spectrum Brands also cautions the reader that undue reliance should not be placed on any forward-looking statements, which speak only as of the date of this release. Spectrum Brands undertakes no duty or responsibility to update any of these forward-looking statements to reflect events or circumstances after the date of this report or to reflect actual outcomes.*

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## **About Spectrum Brands, Inc.**

Spectrum Brands is a global consumer products company and a leading supplier of consumer Batteries, specialty pet supplies, shaving and grooming products, household and lawn insect and pest control products, personal care products and portable lighting. Spectrum Brands' products are sold by the world's top 25 retailers and are available in more than one million stores in more than 120 countries around the world. Headquartered in Atlanta, Georgia, Spectrum Brands generated fiscal year 2008 net sales of \$2.7 billion.

### **CONTACT:**

Spectrum Brands

Investor Contact:

Carey S. Phelps, 866-338-2415

DVP Investor Relations & Corporate Communications

or

For Spectrum Brands

Kekst and Company

Media Contact:

Michael Freitag or Victoria Weld, 212-521-4800